

United States
Lease Financing. Inc.



733 Front Street
San Francisco, California 94111
(415) 627-9276
Telex: 278031 USLF UR

RECORDATION NO. 6035-A Filed & Recorded

SEP 15 1986 3-00 PM

INTERSTATE COMMERCE COMMISSION

September 10, 1986

Secretary
Interstate Commerce Commission
12th & Constitution Avenue, N. W.
Washington, D.C. 20423

Attention: Mrs. Mildred Lee, Room 2303

Gentlepersons:

Enclosed for recordation under the provisions of Section 11303 (formerly 20c) of the Interstate Commerce Act and the regulations promulgated thereunder, as amended, is an original and three counterparts of a Release of Security Interest which document is a supplement to a Chattel Mortgage, Assignment of Rents and Security Agreement dated as of December 23, 1968. Said Agreement was filed with the Interstate Commerce Commission on December 23, 1968 and assigned ICC Recordation Number 6035.

The names and addresses of the parties to the enclosed are:

MORTGAGOR: D. E. Mundell and Donovan S. Thayer,
Co-Trustees Under a Trust Agreement dated as of
August 1, 1968 and United States Leasing
International, Inc., Solely as Agent for the
Trustees
733 Front Street
San Francisco, California 94111

MORTGAGEE: Continental Assurance Company
CNA Plaza
Chicago, Illinois 60685

The general description of the equipment is contained in the Schedules to the Security Agreement.

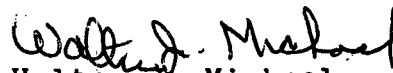
We are acting on behalf of our parent company which is the Agent for the Mortgagor, and we ourselves have knowledge of the matter set forth herein.

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Enclosed is a remittance in the amount of \$10.00 covering the required recording fee.

Please return three recorded copies to the undersigned.

Very truly yours,



Walter J. Michael

Treasurer

415/627-9283

WJM:cb

Encl

JAN 21 1969 -10 10 AM

INTERSTATE COMMERCE COMMISSION
LEASE AMENDMENT

RECEIVED
JAN 21 9 59 AM '69
I. C. C.
FEE OPERATION BR.

LEASE AMENDMENT, dated as of December 31, 1968, between FRAZER LEASING CORPORATION, a Pennsylvania corporation (hereinafter called the Lessor) and PENN CENTRAL COMPANY, a Pennsylvania corporation (hereinafter called the Lessee).

WHEREAS, the Lessor and the Lessee have entered into a Lease of Railroad Equipment dated as of November 20, 1968 (hereinafter called the Lease), and

WHEREAS, the Lessor and the Lessee desire to amend the Lease;

NOW THEREFORE, in consideration of the mutual promises, covenants and agreements hereinafter set forth, the parties hereto do hereby agree to amend the Lease in full as follows:

1. As used in this Amendment, the terms defined in the Lease shall have the same meanings herein.

2. In addition to the rentals provided for in paragraph 2 of the Lease, the Lessee shall pay to the Lessor total interim rent in the amount of \$3,038.40 for the period from the date of acceptance of each Unit to and including December 31, 1968.

3. Anything in Schedule A of the Lease to the contrary notwithstanding, the Penn Central Company numbers for the seventeen 40' box cars being rebuilt as transfer cabooses are Penn Central numbers 18265 to 18281 inclusive.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed in their respective corporate names by their officers thereunto duly authorized and their respective corporate seals hereunto to be affixed and duly attested.

FRAZER LEASING CORPORATION

By Louis E. Zetser
Vice President

Attest: Debra M. Mennett
Secretary

PENN CENTRAL COMPANY

By J. A. Shaffer

SEAL
Attest: [Signature]
Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA:

ss.

COUNTY OF MONTGOMERY :

On this 14th day of January, 1969, before me personally appeared Louis A. Zehner, Jr., to me personally known, who, being by me duly sworn, says that he is a Vice President of FRAZER LEASING CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of the said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Louis A. Zehner, Jr.
Notary Public

My Commission Expires: 5/25/70

COMMONWEALTH OF PENNSYLVANIA:

ss.

COUNTY OF PHILADELPHIA :

On this 17th day of January, 1969, before me personally appeared J. H. SHAFFER to me personally known, who, being by me duly sworn, says that he is the ~~Assistant Vice President~~ TREASURER of PENN CENTRAL COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of the said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

William J. O'Neill
Notary Public

SEAL

My Commission Expires:

WILLIAM J. O'NEILL

Notary Public, Philadelphia, Philadelphia Co.

My Commission Expires June 26, 1972



8261

NOTICE OF ASSIGNMENT

This is to advise that, effective April 1, 1976,
12:01 a.m., the Financing Agreement described below has
been assigned to the Consolidated Rail Corporation by the
Trustees of: Penn Central Transportation Company
Six Penn Center Plaza
Philadelphia, PA 19104

The Financing Agreement is a Lease Agreement
, dated 11/20/68
bearing the ICC recordation number 6038
The payee's name and address is:

Lease Financing Corporation
931 Haverford Road
Bryn Mawr, Pennsylvania 19010

This Notice of Assignment has been placed in the
file of the ICC recordation number listed above and the entire
assignment is contained in the ICC recordation file stamped
in the margin of this assignment. A copy hereof will be
promptly mailed to the payee listed above for distribution
to the beneficial holder(s) of the Financing Agreement described
in this Notice of Assignment.

Consolidated Rail Corporation